

Exhibit 1

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

GLS LEASCO, INC. and CENTRAL
TRANSPORT LLC,

Plaintiffs,

V.

NAVISTAR, INC.,

Defendant.

Case No. 23-cv-12927

Honorable Mark A. Goldsmith

Magistrate Judge Anthony P. Patti

**DEFENDANT’S SUR-REPLY TO PLAINTIFFS’ REPLY BRIEF IN
SUPPORT OF MOTION FOR PROTECTIVE ORDER RE:
DEFENDANT’S 30(b)(6) NOTICE RELATED TO THE
LITIGATION HOLD**

Plaintiffs filed their reply brief on October 15, 2024. On October 21, 2024, after Navistar's request for Plaintiffs to collect from and search additional custodians, Plaintiffs disclosed to Navistar for the first time that Plaintiffs did not retain (*i.e.*, deleted) the emails of one of their former employees, Becky Butler, after she retired. Upon information and belief, Ms. Butler retired after commencement of this litigation. This new information further supports that Navistar has made a sufficient showing entitling Navistar to its requested Rule 30(b)(6) deposition concerning Plaintiffs' document preservation and collection efforts.

Relevant here, Ms. Butler is Plaintiffs' former Director of Licensing and her name is on every bill of sale for the MY2018 trucks that were sold by GLS to its affiliate,

Universal. (Deposition Excerpt of Jay Mason, attached as **Exhibit A**, at 87:12-21). According to Mr. Mason, Universal communicated via email with Ms. Butler regarding sales of the MY2018 trucks, including transmitting purchase documents. (*Id.* at 118:7-119:6). These purchase documents go to the very heart of Plaintiffs’ damages claim.

Not only was Ms. Butler involved in the sale of the MY2018 trucks, she also “handle[d] all the title work for” the MY2023 trucks purchased from the dealership, Allegiance Truck Group. (Deposition excerpt of Brianne Perkins, **Exhibit B**, at 39:2-9). When asked about who the actual buyer of the MY2023 trucks was, Plaintiffs’ Rule 30(b)(6) witness testified that he needed to refer to the invoices and title documents on the MY2023 trucks to determine who was the buyer and owner of the trucks. (Deposition Excerpt of Kyle Blain, attached as **Exhibit C**, at 44:3-45:23). Mr. Blain testified that Ms. Butler, Plaintiffs’ former Director of Licensing, would have received this information, including the titles to the MY2023 trucks. (*Id.* at 46:1-7). As set forth in Navistar’s motion to compel, Plaintiffs have refused to produce all of the transactional documents reflecting the sale and purchase of the MY2023 trucks.

Navistar does not know for certain when Ms. Butler retired. According to a LinkedIn page with her name, she retired in April 2024 – after Plaintiffs commenced this litigation. See <https://www.linkedin.com/in/becky-butler-2336a347/>. Notably and as an example only, documents acquired via subpoena show that Ms. Perkins – who admittedly deleted her emails – communicated with Ms. Butler and others regarding

ownership and sales of the MY2023 trucks. (*See* **Exhibit D**). Plaintiffs did not produce this particular email (as well as numerous others).

Plaintiffs' failure to retain Ms. Butler's emails further supports that Navistar is entitled to conduct its requested Rule 30(b)(6) deposition. The Court should deny Plaintiffs' motion for protective order (ECF No. 30).

Dated: November 6, 2024

BARNES & THORNBURG LLP

/s/ Scott R. Murphy

Scott R. Murphy (P68015)

Anthony C. Sallah (P84136)

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Grand Rapids, MI 49503

616-742-3930

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Attorneys for Defendant Navistar, Inc.

LOCAL RULE CERTIFICATION

I, Scott R. Murphy, certify that this document complies with Local Rule 5.1(a), including: double-spaced (except for quoted materials and footnotes); at least one inch margins on the top, sides, and bottom; consecutive page numbering; and type size of all text and footnotes that is no smaller than 10-1/2 characters per inch (for non-proportional fonts) or 14 point (for proportional fonts). I also certify that it is the appropriate length. Local Rule 7.1(d)(3).

/s/ Scott R. Murphy
Scott R. Murphy (P68015)
Attorney for Defendant Navistar, Inc.

CERTIFICATE OF SERVICE

I hereby certify that on November 6, 2024, the foregoing document was served on counsel of record via this Court's electronic filing system.

/s/ Scott R. Murphy
Scott R. Murphy (P68015)
Attorney for Defendant Navistar, Inc.

EXHIBIT A

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

GLS LEASCO, INC., and CENTRAL
TRANSPORT LLC,

Plaintiffs, Case No. 23-cv-12927-MAG-APP
vs.
NAVISTAR, INC.,

Defendant.

-----/

DEPONENT: JAY MASON
DATE: September 20, 2024
TIME: 9:05 a.m.
LOCATION: Kienbaum Hardy Viviano
Pelton & Forrest, PLC
280 North Old Woodward, Suite 400
Birmingham, Michigan
REPORTER: Shari J. Pavlovich, CSR-5926
JOB NO: 32783

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1 UNITED STATES DISTRICT COURT
2 EASTERN DISTRICT OF MICHIGAN
3 SOUTHERN DIVISION
4

5 GLS LEASCO, INC., and CENTRAL
6 TRANSPORT LLC,
7

8 Plaintiffs, Case No. 23-cv-12927-MAG-APP

9 vs.

10 NAVISTAR, INC.,
11

12 Defendant.
13

14
15 _ _ _ _ _ /

16 DEPONENT: JAY MASON

17 DATE: September 20, 2024

18 TIME: 9:05 a.m.

19 LOCATION: Kienbaum Hardy Viviano

20 Pelton & Forrest, PLC

21 280 North Old Woodward, Suite 400

22 Birmingham, Michigan

23 REPORTER: Shari J. Pavlovich, CSR-5926

24 JOB NO: 32783
25

GLS LEASCO, INC. v NAVISTAR, INC.
MASON, JAY 09/20/2024

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1 I guess I'm trying to get an
2 understanding how that works.

3 A I mean, I'd need some context to the question. In
4 particular, or with this -- this sale?

5 Q With the 2018 Internationals.

6 A The market was very different at this time. Again,
7 I had been researching for a while, ahead of this
8 change in the law. And my preference slowly became
9 second to availability.

10 Mileage is a large factor, but
11 availability was a major factor, as well.

12 Q Understood. It says here at the bottom:

13 "Mail all payments to the above
14 address, attention Becky Butler."

15 A Um-hmm.

16 Q Who is Becky Butler?

17 A Becky Butler, I believe, is an employee of
18 GLS Leasco. I know her name from calling and
19 dealing with things of bills of sale, those types
20 of things. So I believe that's -- that she
21 facilitates the paperwork.

22 Q Is it your understanding that at or around the time
23 LGSI purchased these 2018 Internationals from GLS,
24 that GLS was also advertising online for these
25 trucks?

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1 MR. DAVIS: Restroom break?

2 MR. SALLAH: Yeah. Let's take a
3 restroom break.

4 (Short recess taken at 1:09 p.m.)

5 (Back on the record at 1:16 p.m.)

6 BY MR. SALLAH:

7 Q How would you receive these bill of sales? Would
8 they be transmitted via email?

9 A Correct.

10 Q And would they -- I'll rephrase.

11 Who at Universal would they be sent to?

12 A My equipment manager.

13 Q Who was that at the time? Was that Ashley?

14 A Ashley.

15 Q Okay. Ashley, was it Pelletier?

16 A Pelletier.

17 Q Pelletier?

18 A Yeah.

19 Q And then would she forward them to you?

20 A She would process them for payment.

21 Q All right. So you may or may not have looked at
22 the bill of sales when they came in?

23 A They would have been printed, and they would have
24 been put in my inbox for review.

25 Q All right. And you would have reviewed them?

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MASON, JAY 09/20/2024

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1 A Correct.

2 Q Do you know who from GLS or Central sent them to
3 Ashley?

4 A Typically, it would have been Becky Butler.

5 Q And Becky would have emailed them to Ashley?

6 A Correct.

7 Q All right. Let's go to the next page,
8 GLSN-0002650.

9 Do you know who Vulcan Truck Sales is?

10 A I do not.

11 Q All right. Would LGSI have had anything to do with
12 this bill of sale between GLS Leasco and Vulcan
13 Truck Sales?

14 A I don't believe so.

15 Q Is Vulcan Truck Sales affiliated at all with
16 Universal?

17 A They are not.

18 Q All right. Let's skip ahead to -- do you know who
19 Five Crowns Trucking is?

20 A Does not sound familiar.

21 Q All right. Brien Bell, do you know who they are?
22 B-R-I-E-N Bell?

23 A I don't believe so.

24 Q All right. And I'm just going to GLSN-2662. 7E,
25 the letter 7E Sales, LLC. Steve Sevigny?

GLS LEASCO, INC. v NAVISTAR, INC.
MASON, JAY 09/20/2024

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CERTIFICATE

STATE OF MICHIGAN

COUNTY OF WAYNE

I do hereby certify the witness, whose attached testimony was taken in the above matter, was first duly sworn to tell the truth; the testimony contained herein was reduced to writing in the presence of the witness, by means of stenography; afterwards transcribed; and is a true and complete transcript of the testimony given. I further certify that I am not connected by blood or marriage with any of the parties, their attorneys or agents, and that I am not interested directly, indirectly or financially in the matter of controversy. In witness whereof, I have hereunto set my hand at Westland, Michigan, September 25, 2024.

Shari J. Pavlovich

Shari J. Pavlovich, CSR-5926

Notary Public, Wayne County, Michigan

My commission expires 4/14/2025

EXHIBIT B

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

GLS LEASCO, INC., and
CENTRAL TRANSPORT LLC,
Plaintiffs,

-vs-

Case No. 23-CV-12927-MAG-APP

NAVISTAR, INC.,
Defendant.

_____/

DEPONENT: BRIANNE PERKINS

DATE: Wednesday, September 18, 2024

TIME: 9:00 a.m.

LOCATION: KIENBAUM, HARDY, VIVIANO,
PELTON & FORREST, PLC

280 North Old Woodward Avenue, Suite 400
Birmingham, Michigan

REPORTER: Karen Fortna, CRR/RMR/RPR/CSR-5067

JOB NO: 32781

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UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

GLS LEASCO, INC., and
CENTRAL TRANSPORT LLC,
Plaintiffs,

-vs-

Case No. 23-CV-12927-MAG-APP

NAVISTAR, INC.,
Defendant.

_____ /

DEPONENT: BRIANNE PERKINS

DATE: Wednesday, September 18, 2024

TIME: 9:00 a.m.

LOCATION: KIENBAUM, HARDY, VIVIANO,

PELTON & FORREST, PLC

280 North Old Woodward Avenue, Suite 400

Birmingham, Michigan

REPORTER: Karen Fortna, CRR/RMR/RPR/CSR-5067

JOB NO: 32781

GLS LEASCO, INC. v NAVISTAR, INC.
PERKINS, BRIANNE 09/18/2024

Job 32781
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changed.

Q. With respect to the model year 2023 tractors that were purchased from Navistar, who would handle all the title work for that on behalf of Central?

A. We had a licensing agent at the time; her name was Becky Butler. She's since retired.

Q. Okay. And when did Becky Butler retire?

A. I want to say it was last year, but I'm not certain of the date.

Q. And describe for me, if you know, what Becky Butler's job duties were with respect to the purchase of, you know, for example, in this instance, the 2023 model year tractors.

MR. DAVIS: Object to form.

THE WITNESS: I don't know that I could actually speak on it because I didn't do her career. I know she helped us get the trucks plated, but aside from any specifics, I wouldn't really know.

BY MR. MURPHY:

Q. Do you know if she would help register the trucks in a specific state?

A. That I don't know. She was involved in that; I was not.

Q. So the totality of your knowledge of her role is

GLS LEASCO, INC. v NAVISTAR, INC.
PERKINS, BRIANNE 09/18/2024

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1 STATE OF MICHIGAN)

2 COUNTY OF OAKLAND)

4 Certificate of Notary Public

5 I do hereby certify the witness, whose attached
6 testimony was taken in the above matter, was first duly
7 sworn to tell the truth; the testimony contained herein
8 was reduced to writing in the presence of the witness, by
9 means of stenography; afterwards transcribed; and is a
10 true and complete transcript of the testimony given. I
11 further certify that I am not connected by blood or
12 marriage with any of the parties, their attorneys or
13 agents, and that I am not interested directly, indirectly
14 or financially in the matter of controversy.

15 In witness whereof, I have hereunto set my hand
16 this day at Clarkston, Michigan, State of Michigan.

17 I hereby set my hand this day, September 22, 2024.

18
19
20 *Karen Fortna*
21

22 Karen Fortna, CRR/RMR/RPR/CSR-5067

23 Notary Public, Oakland County, Michigan

24 My Commission expires 4/30/2025
25

EXHIBIT C

UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF MICHIGAN

GLS LEASCO, INC., and CENTRAL TRANSPORT LLC,

Plaintiffs, Case No. 23-cv-12927-MAG-APP

vs.

NAVISTAR, INC.,

Defendant.

-----/

VOLUME I

DEPONENT: KYLE BLAIN, 30(b)(6) for
GLS Leasco, Inc.

DATE: Tuesday, September 10, 2024

TIME: 9:08 a.m.

LOCATION: Kienbaum Hardy Viviano
Pelton & Forrest, PLC
280 North Old Woodward, Suite 400
Birmingham, Michigan

REPORTER: Shari J. Pavlovich, CSR-5926

VIDEOGRAPHER: Bailey Wellman

JOB NO: 32120

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1 UNITED STATES DISTRICT COURT
2 FOR THE EASTERN DISTRICT OF MICHIGAN
3

4 GLS LEASCO, INC., and CENTRAL TRANSPORT LLC,

5
6 Plaintiffs, Case No. 23-cv-12927-MAG-APP

7 vs.

8 NAVISTAR, INC.,

9
10 Defendant.

11 _ _ _ _ _ /

12 VOLUME I
13

14 DEPONENT: KYLE BLAIN, 30(b)(6) for

15 GLS Leasco, Inc.

16 DATE: Tuesday, September 10, 2024

17 TIME: 9:08 a.m.

18 LOCATION: Kienbaum Hardy Viviano

19 Pelton & Forrest, PLC

20 280 North Old Woodward, Suite 400

21 Birmingham, Michigan

22 REPORTER: Shari J. Pavlovich, CSR-5926

23 VIDEOGRAPHER: Bailey Wellman

24 JOB NO: 32120
25

GLS LEASCO, INC. v NAVISTAR, INC.
BLAIN, KYLE 09/10/2024

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1 these responses, Mr. Blain?

2 A Yes.

3 Q Okay. And do you recall if you ever signed
4 any type of verification page, you know,
5 verifying that you were responding to these
6 Interrogatories on behalf of GLS Leasco?

7 A I don't recall.

8 Q Okay. I want to focus on paragraph 5, and
9 that question -- Interrogatory is asking for:

10 "Information related to the 1100
11 model year 2023 tractors that Navistar
12 agreed to produce as alleged in
13 paragraph 26 of the Complaint."

14 And the Answer to that
15 essentially states that, there were no
16 separate purchase orders for these
17 transactions, apart from the Letter Agreement,
18 itself.

19 Now, I just asked you about who
20 owned -- or who's the title owner of those
21 trucks. And your answer was you didn't know.
22 You would need to look at some underlying
23 documents to determine that.

24 What documents would you need to
25 refer, because this Answer says there are

GLS LEASCO, INC. v NAVISTAR, INC.
BLAIN, KYLE 09/10/2024

Job 32120
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1 nothing other than the Letter Agreement.

2 A What would I refer to?

3 Q Yes, sir.

4 A The invoices.

5 Q Okay. So which invoices are you referring to?

6 A Invoices on the tractors.

7 Q Between who?

8 A Between Navistar and purchasing.

9 Q Okay. Did Navistar invoice the buyer, or did
10 the dealership invoice the buyer?

11 A I'm sorry. We would have been invoiced by
12 Allegiance.

13 Q Okay. And do you know if it was Allegiance
14 Truck Group, or was it a different -- a
15 different Allegiance entity?

16 A I don't recall. I don't differentiate.

17 Q So to your -- you need -- so there's invoices
18 that you're aware of.

19 Did you sign those invoices?

20 A Yes.

21 Q Okay. Any other documents that would reflect
22 that transaction, other than an invoice?

23 A The titles.

24 Q Okay. And who would have received the titles
25 to these trucks?

GLS LEASCO, INC. v NAVISTAR, INC.
BLAIN, KYLE 09/10/2024

Job 32120
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1 A Our licensing department.

2 Q Okay. And who heads up that licensing
3 department?

4 A At the time, I believe it would have been --
5 it would have been the director of licensing.

6 Q And do you know who that person is?

7 A It was Becky Butler.

8 Q So you referred to titles and invoices. Other
9 than titles and invoices, are there any other
10 documents that would reflect this transaction
11 that you're aware of?

12 A Not that I can recall right now.

13 Q So in this Answer in paragraph 5 where it
14 says:

15 "The Letter Agreement does not call
16 for any additional purchase orders or
17 other documents. No such documents were
18 submitted when the tractors were
19 eventually delivered between June of '22
20 and September of '23. And no such
21 documents were submitted in the parties'
22 course of dealing with the past truck
23 purchases."

24 That's not a correct answer, is
25 it, sir?

GLS LEASCO, INC. v NAVISTAR, INC.
BLAIN, KYLE 09/10/2024

Job 32120
234

CERTIFICATE

STATE OF MICHIGAN

COUNTY OF WAYNE

I do hereby certify the witness, whose attached testimony was taken in the above matter, was first duly sworn to tell the truth; the testimony contained herein was reduced to writing in the presence of the witness, by means of stenography; afterwards transcribed; and is a true and complete transcript of the testimony given. I further certify that I am not connected by blood or marriage with any of the parties, their attorneys or agents, and that I am not interested directly, indirectly or financially in the matter of controversy. In witness whereof, I have hereunto set my hand at Westland, Michigan, September 24, 2024.

Shari J. Pavlovich

Shari J. Pavlovich, CSR-5926

Notary Public, Wayne County, Michigan

My commission expires 4/14/2025

EXHIBIT D

EXHIBIT

WIT:

DATE:

Shari J. Pavlovich CSR

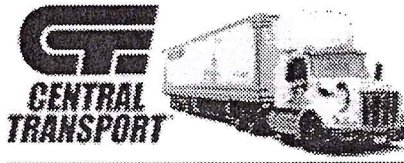
From: Brianne Perkins [bperkins@centraltransport.com]
Sent: 7/22/2022 9:31:22 PM
To: Jim Lollis [jllolis@allegiancetrucks.com]; Becky Butler [bbutler@centraltransport.com]
Subject: [EXTERNAL] FW: Attached Image
Attachments: 4353_001.pdf

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Hello –

Would you be able to tell us if we need to keep these, or do anything with them? We have never received these previously, and for some we got multiplied copies.

Brianne Perkins
Maintenance
O: 586.939.7000 Ext. 2957
C: 734-444-3883
12225 Stephens Rd.
Warren, MI 48089
bperkins@centraltransport.com



From: 002M.002@centraltransport.com <002M.002@centraltransport.com>
Sent: Friday, July 22, 2022 5:29 PM
To: Brianne Perkins <bperkins@centraltransport.com>
Subject: Attached Image

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FORM MVD-15 (Rev 12/14)

NEW USED
() (X)

STATE OF MAINE
MOTOR VEHICLE DIVISION - NOTICE OF SALE

TEMPORARY PLATE NO. NA EXPIRES
TEMPORARY REGISTRATION VALID ONLY WHEN TEMPORARY PLATE ISSUED

MARK INTERNATIONAL YEAR & MODEL 2023 STYLE
VIN # 3MSDW7Z6P4M458007 COLOR WHITE MILEAGE AT TIME OF SALE 10

EQUIPMENT LEASING COMPANY LLC Date of Sale 08/23
Name of Purchaser

122224 STEELES ROAD WARREN ME 04089 Delivery Date 08/23
Address

NAVIS TWP Mileage when put
Name of person or dealer from whom you obtained this vehicle

KAYVILLE TN
Address I hereby certify that the above information is true and correct to the best of my knowledge.

Reason why no release of title
AT Maine LLC Dealer Plate Number 078

By [Signature] Title
Name (Trade Name of Dealer)

WHITE - DEALER COPY YELLOW - CUSTOMER COPY

PLEASE PRINT OR TYPE LEGIBLY IN INK

ALLEGIANCCE00000709